

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

INTERNATIONAL BUSINESS MACHINES CORPORATION,)	
)	C.A. No. 16-122-LPS
)	
Plaintiff,)	JURY TRIAL DEMANDED
)	
v.)	PUBLIC VERSION
)	
GROUPON, INC.)	
)	
Defendant.)	

**DECLARATION OF KARIM Z. OUSSAYEF IN SUPPORT OF IBM'S MOTION FOR
SUMMARY JUDGMENT OF NO AFFIRMATIVE DEFENSES OF LICENSE,
EXHAUSTION, FIRST SALE, ESTOPPEL, COVENANT NOT TO SUE, AND RELEASE**

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I, Karim Z. Oussayef, declare as follows:

1. I am an attorney with the law firm of Desmarais LLP, counsel of record for Plaintiff International Business Machines Corporation (“IBM”) in the above-captioned matter, and I am admitted *pro hac vice* to this Court. I submit this declaration based on personal knowledge, and if called upon as a witness, I could competently testify to the truth of each statement herein.

2. I make this declaration in support of IBM’s Brief in Support of Its Motion for Summary Judgment of No Affirmative Defenses of License, Exhaustion, First Sale, Estoppel, Covenant Not to Sue, and Release.

3. Attached hereto as Exhibit 1 and filed under seal is a true and correct copy of Defendant Groupon, Inc.’s Supplemental Responses to Plaintiff International Business Machines Corporation’s First, Second, and Third Sets of Interrogatories (Nos. 1, 2, 4, 7, 8, 9, 10, 13, and 14), dated September 15, 2017.

4. Attached hereto as Exhibit 2 and filed under seal is a true and correct copy of excerpts of the Deposition Transcript of Jon Weissman, Ph.D., dated February 9, 2018, with annotations.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 5, 2018, in New York, NY.

/s/ Karim Z. Oussayef
Karim Z. Oussayef